



(REFERENCE COPY - Not for submission)

Commercial Broadcast Stations Biennial
Ownership Report (FCC Form 323)

File Number: 0000047700 | Submit Date: 2018-03-02 | FRN: 0009056482

Purpose: Commercial Broadcast Stations Biennial Ownership Report | Status: Received | Status Date: 03/05/2018

Filing Status: Active

Section I - General Information

1. Respondent

FRN		Entity Name			
0026809707		North Carolina License Holdings, LLC			

Street Address	City (and Country if non U.S. address)	State ("NA" if non-U.S. address)	Zip Code	Phone	Email
C/O Miles S. Mason, Pillsbury Winthrop Shaw Pittman LLP 1200 Seventeenth Street, NW	Washington	DC	20036	+1 (202) 663-8000	miles.mason@pillsburylaw.com

2. Contact Representative

Name		Organization			
Miles S. Mason		Pillsbury Winthrop Shaw Pittman LLP			

Street Address	City (and Country if non U.S. address)	State	Zip Code	Phone	Email
1200 Seventeenth Street, NW	Washington	DC	20036	+1 (202) 663- 8195	miles.mason@pillsburylaw.com

3. Application Filing Fee

Question	Response
Is this application being submitted without a filing fee?	No

Fees

Application Type	Form Number	Fee Code	Quantity	Fee Amount	Subtotal
Biennial	Form 323	MAT	1	95	\$70.00
				Total	\$70.00

4. Nature of Respondent

(a) Provide the following information about the Respondent:

Relationship to stations/permits	Licensee
Nature of Respondent	Limited liability company

(b) Provide the following information about this report:

Purpose	Biennial
"As of" date	10/01/2017 When filing a biennial ownership report or validating and resubmitting a prior biennial ownership report, this date must be Oct. 1 of the year in which this report is filed.

5. Licensee(s) and Station(s)

Respondent is filing this report to cover the following Licensee(s) and station(s):

Licensee/Permittee Name			FRN	
North Carolina License Holdings, LLC			0026809707	

Fac. ID No.	Call Sign	City	State	Service
18334	WCTI-TV	NEW BERN	NC	DTV

Section II – Biennial Ownership Information

1. 47 C.F.R. Section 73.3613 and Other Documents

Licensee Respondents that hold authorizations for one or more full power television, AM, and/or FM stations should list all contracts and other instruments set forth in 47 C.F.R. Section 73.3613(a) through (c) for the facility or facilities listed on this report. In addition, attributable Local Marketing Agreements (LMAs) and attributable Joint Sales Agreements (JSAs) must be disclosed by the licensee of the brokering station on its ownership report. If the agreement is an attributable LMA, an attributable JSA, or a network affiliation agreement, check the appropriate box. Otherwise, select “Other.” Non-Licensee Respondents, as well as Licensee Respondents that only hold authorizations for Class A television and/or low power television stations, should select “Not Applicable” in response to this question.

Document Information	
Description of contract or instrument	Third Amendment to the Sixth Amended and Restated Credit Agreement
Parties to contract or instrument	Sinclair Television Group, Inc., Guarantors Party Thereto, JP Morgan Chase Bank, N.A., as Administrative Agent, and the Lenders and Other Parties Thereto
Date of execution	01/2017
Date of expiration	01/2024
Agreement type (check all that apply)	Other Agreement Type: Credit Agreement

Document Information	
Description of contract or instrument	First Amendment to the Sixth Amended and Restated Credit Agreement and First Amendment to the Fourth Amended and Restated Security Agreement
Parties to contract or instrument	Sinclair Television Group, Inc., Guarantors Party Thereto, JP Morgan Chase Bank, N.A., as Administrative Agent, and the Lenders and Other Parties Thereto
Date of execution	04/2015
Date of expiration	No expiration date
Agreement type (check all that apply)	Other Agreement Type: Credit Agreement

Document Information	
Description of contract or instrument	Sinclair Television Group, Inc.'s Bylaws
Parties to contract or instrument	Sinclair Television Group, Inc.
Date of execution	05/2003
Date of expiration	No expiration date
Agreement type (check all that apply)	Other Agreement Type: Bylaws

Document Information	
Description of contract or instrument	Bonten Media Guaranty Agreement
Parties to contract or instrument	Bonten Media Group, Inc., Bonten Media Group Holdings, Inc., Wilmington Trust, National Association, et. al
Date of execution	05/2013
Date of expiration	04/2018
Agreement type (check all that apply)	Other Agreement Type: Guaranty

Document Information	
Description of contract or instrument	Bonten Media Credit Agreement
Parties to contract or instrument	Bonten Media Group, Inc., Bonten Media Group Holdings, Inc., Wilmington Trust, National Association, et. al
Date of execution	05/2013
Date of expiration	04/2018
Agreement type (check all that apply)	Other Agreement Type: Credit Agreement

Document Information	
Description of contract or instrument	Sinclair Broadcast Group, Inc.'s Bylaws, as Amended
Parties to contract or instrument	Sinclair Broadcast Group, Inc.
Date of execution	03/2009
Date of expiration	No expiration date

Agreement type (check all that apply)	Other Agreement Type: Bylaws
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Document Information	
Description of contract or instrument	Bonten Media Group, LLC's Operating Agreement, as Amended
Parties to contract or instrument	Bonten Media Group, LLC
Date of execution	09/2017
Date of expiration	No expiration date
Agreement type (check all that apply)	Other Agreement Type: Bylaws

Document Information	
Description of contract or instrument	Fourth Amended and Restated Security Agreement
Parties to contract or instrument	Sinclair Television Group, Inc., Guarantors Party Thereto, JP Morgan Chase Bank, N.A., as Administrative Agent, and the Lenders and Other Parties Thereto
Date of execution	04/2013
Date of expiration	No expiration date
Agreement type (check all that apply)	Other Agreement Type: Security Agreement

Document Information	
Description of contract or instrument	Sinclair Broadcast Group, Inc.'s Articles of Incorporation, as Amended
Parties to contract or instrument	State of Maryland
Date of execution	12/1986
Date of expiration	No expiration date
Agreement type (check all that apply)	Other Agreement Type: Articles of Incorporation

Document Information	
Description of contract or instrument	Contribution Agreement
Parties to contract or instrument	Sinclair Television Group, Inc., Sinclair Broadcast Group, Inc.
Date of execution	05/2003
Date of expiration	No expiration date
Agreement type (check all that apply)	Other Agreement Type: Contribution Agreement

Document Information	
Description of contract or instrument	Bonten Media Stockholders Agreement
Parties to contract or instrument	Bonten Media Group, Inc., Bonten Media Group Holdings, Inc., Wilmington Trust, National Association, et al.

Date of execution	05/2007
Date of expiration	No expiration date
Agreement type (check all that apply)	Other Agreement Type: Stockholders Agreement

Document Information	
Description of contract or instrument	Bonten Media Group, LLC's Amendment to Articles of Organization
Parties to contract or instrument	State of Delaware
Date of execution	09/2017
Date of expiration	No expiration date
Agreement type (check all that apply)	Other Agreement Type: Articles of Organization

Document Information	
Description of contract or instrument	Bonten Media Group Holdings, Inc.'s Bylaws, as Amended
Parties to contract or instrument	Bonten Media Group Holdings, Inc.
Date of execution	09/2017
Date of expiration	No expiration date
Agreement type (check all that apply)	Other Agreement Type: Bylaws

Document Information	
Description of contract or instrument	Sinclair Television Group, Inc.'s Articles of Incorporation
Parties to contract or instrument	State of Maryland
Date of execution	05/2003
Date of expiration	No expiration date
Agreement type (check all that apply)	Other Agreement Type: Articles of Incorporation

Document Information	
Description of contract or instrument	Second Amendment to the Sixth Amended and Restated Credit Agreement
Parties to contract or instrument	Sinclair Television Group, Inc., Guarantors Party Thereto, JP Morgan Chase Bank, N.A., as Administrative Agent, and the Lenders and Other Parties Thereto
Date of execution	07/2016
Date of expiration	01/2024
Agreement type (check all that apply)	Other Agreement Type: Credit Agreement

Document Information	
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Description of contract or instrument	North Carolina Broadcasting, LLC's Amendment to Articles of Organization
Parties to contract or instrument	State of Delaware
Date of execution	09/2017
Date of expiration	No expiration date
Agreement type (check all that apply)	Other Agreement Type: Articles of Organization

Document Information	
Description of contract or instrument	North Carolina Broadcasting, LLC's Bylaws, as Amended
Parties to contract or instrument	North Carolina Broadcasting, LLC
Date of execution	12/2003
Date of expiration	No expiration date
Agreement type (check all that apply)	Other Agreement Type: Bylaws

Document Information	
Description of contract or instrument	North Carolina License Holdings, LLC's Amendment to Articles of Organization
Parties to contract or instrument	State of Delaware
Date of execution	09/2017
Date of expiration	No expiration date
Agreement type (check all that apply)	Other Agreement Type: Articles of Organization

Document Information	
Description of contract or instrument	North Carolina License Holdings, LLC's Bylaws
Parties to contract or instrument	North Carolina License Holdings, LLC
Date of execution	09/2017
Date of expiration	No expiration date
Agreement type (check all that apply)	Other Agreement Type: Bylaws

Document Information	
Description of contract or instrument	Amended and Restated Joint Sales Agreement (WFXI & WYDO)
Parties to contract or instrument	Bonten Media Gropu LLC and Esteem Broadcasting of North Carolina LLC (assumed)
Date of execution	12/2007
Date of expiration	12/2023
Agreement type (check all that apply)	Other Agreement Type: Non-Attributable JSA

Document Information	
Description of contract or instrument	North Carolina License Holdings, LLC's Articles of Organization
Parties to contract or instrument	State of Delaware
Date of execution	01/2004
Date of expiration	No expiration date
Agreement type (check all that apply)	Other Agreement Type: Articles of Organization

Document Information	
Description of contract or instrument	Bonten Media Group 1, LLC's Amendment to Articles of Organization
Parties to contract or instrument	State of Delaware
Date of execution	09/2017
Date of expiration	No expiration date
Agreement type (check all that apply)	Other Agreement Type: Articles of Organization

Document Information	
Description of contract or instrument	Bonten Media Group 1, LLC's Articles of Organization
Parties to contract or instrument	State of Delaware
Date of execution	10/2003
Date of expiration	No expiration date
Agreement type (check all that apply)	Other Agreement Type: Articles of Organization

Document Information	
Description of contract or instrument	Bonten Media Group, LLC's Articles of Organization
Parties to contract or instrument	State of Delaware
Date of execution	11/2006
Date of expiration	No expiration date
Agreement type (check all that apply)	Other Agreement Type: Articles of Organization

Document Information	
Description of contract or instrument	Bonten Media Group Holdings, Inc.'s Articles of Incorporation
Parties to contract or instrument	State of Delaware
Date of execution	05/2007
Date of expiration	No expiration date
Agreement type (check all that apply)	Other Agreement Type: Articles of Incorporation

2. Ownership Interests

(a) Ownership Interests. This Question requires Respondents to enter detailed information about ownership interests by generating a series of subforms. Answer each question on each subform. The first subform listing should be for the Respondent itself. If the Respondent is not a natural person, also list each of the officers, directors, stockholders, non-insulated partners, non-insulated members, and any other persons or entities with a direct attributable interest in the Respondent pursuant to the standards set forth in 47 C.F.R. Section 73.3555. (A “direct” interest is one that is not held through any intervening companies or entities.) List each interest holder with a direct attributable interest in the Respondent separately.

Leave the percentage of total assets (Equity Debt Plus) field blank for an interest holder unless that interest holder has an attributable interest in the Respondent solely on the basis of the Commission’s Equity Debt Plus attribution standard, 47 C.F.R. Section 73.3555, Note 2(i).

In the case of vertical or indirect ownership structures, list only those interests in the Respondent that also represent an attributable interest in the Licensee(s) for which the report is being submitted.

Entities that are part of an organizational structure that includes holding companies or other forms of indirect ownership must file separate ownership reports. In such a structure do not report, or file a separate report for, any interest holder that does not have an attributable interest in the Licensee(s) for which the report is being submitted.

Please see the Instructions for further detail concerning interests that must be reported in response to this question.

The Respondent must provide an FCC Registration Number for each interest holder reported in response to this question. Please see the Instructions for detailed information and guidance concerning this requirement.

Ownership Information			
FRN	0026809707		
Entity Name	North Carolina License Holdings, LLC		
Address	PO Box		
	Street 1	C/O Miles S. Mason, Pillsbury Winthrop Shaw Pittman LLP	
	Street 2	1200 Seventeenth Street, NW	
	City	Washington	
	State ("NA" if non-U.S. address)	DC	
	Zip/Postal Code	20036	
	Country (if non-U.S. address)	United States	
Listing Type	Respondent		
Positional Interests (check all that apply)	Respondent		
Tribal Nation or Tribal Entity	Interest holder is not a Tribal nation or Tribal entity		
Interest Percentages (enter percentage values from 0.0 to 100.0)	Voting	0.0%	Jointly Held? No
	Equity	0.0%	
	Total assets (Equity Debt Plus)	0.0%	
Does interest holder have an attributable interest in one or more broadcast stations that do not appear on this report?			No

Ownership Information	
FRN	0027301308
Entity Name	North Carolina Broadcasting, LLC

Address	PO Box		
	Street 1	C/O Miles S. Mason, Pillsbury Winthrop Shaw Pittman LLP	
	Street 2	1200 Seventeenth Street, NW	
	City	Washington	
	State ("NA" if non-U.S. address)	DC	
	Zip/Postal Code	20036	
	Country (if non-U.S. address)	United States	
Listing Type	Other Interest Holder		
Positional Interests (check all that apply)	LC/LLC/PLLC Member		
Tribal Nation or Tribal Entity	Interest holder is not a Tribal nation or Tribal entity		
Interest Percentages (enter percentage values from 0.0 to 100.0)	Voting	100.0%	Jointly Held? No
	Equity	100.0%	
	Total assets (Equity Debt Plus)		
Does interest holder have an attributable interest in one or more broadcast stations that do not appear on this report?			No
(b) Respondent certifies that any interests, including equity, financial, or voting interests, not reported in this filing are non-attributable. If "No," submit as an exhibit an explanation.			Yes

<p>(c) Does the Respondent or any reported interest holder hold an attributable interest in any newspaper entities in the same market as any station for which this report is filed, as defined in 47 C.F.R. Section 73.3555?</p> <p>If <u>Yes</u>, provide information describing the interest(s), using EITHER the subform OR the spreadsheet option below. Respondents with a large number (50 or more) of entries to submit should use the spreadsheet option.</p> <p>NOTE: Spreadsheets must be submitted in a special XML Spreadsheet format with the appropriate structure that is specified in the documentation. For instructions on how to use the spreadsheet option to complete this question (including templates to start with), please Click Here.</p> <p>If using the subform, leave the percentage of total assets (Equity Debt Plus) field blank for an interest holder unless that interest holder has an attributable interest in the newspaper entity solely on the basis of the Commission's Equity Debt Plus attribution standard, 47 C.F.R. Section 73.3555, Note 2(i). If using an XML Spreadsheet, enter "NA" into the percentage of total assets (Equity Debt Plus) field for an interest holder unless that interest holder has an attributable interest in the newspaper entity solely on the basis of the Commission's Equity Debt Plus attribution standard.</p> <p>The Respondent must provide an FCC Registration Number for each interest holder reported in response to this question. Please see the Instructions for detailed information and guidance concerning this requirement.</p>	No
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<p>(d) Are any of the individuals listed as an attributable interest holder in the Respondent married to each other or related to each other as parentchild or as siblings?</p> <p>If <u>Yes</u>, provide the following information for each such the relationship.</p>	No
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<p>(e) Is Respondent seeking an attribution exemption for any officer or director with duties wholly unrelated to the Licensee(s)?</p> <p>If <u>Yes</u>, complete the information in the required fields and submit an Exhibit fully describing that individual's duties and responsibilities, and explaining why that individual should not be attributed an interest.</p>	No
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3. Organizational Chart (Licensees Only)

Attach a flowchart or similar document showing the Licensee’s vertical ownership structure including the Licensee and all entities that have attributable interests in the Licensee. Licensees with a single parent entity may provide a brief explanatory textual Exhibit in lieu of a flowchart or similar document. Licensees without parent entities should so indicate in a textual Exhibit.

Non-Licensee Respondents should select “N/A” in response to this question.

File Name	Uploaded By	Attachment Type	Description
North Carolina License Holdings, LLC Org. Chart.pdf	Applicant	Ownership Chart	North Carolina Licensee Org. Chart

Section III - Certification

Certification

Section	Question	Response
Authorized Party to Sign	WILLFUL FALSE STATEMENTS ON THIS FORM ARE PUNISHABLE BY FINE AND/OR IMPRISONMENT (U.S. CODE, TITLE 18, SECTION 1001), AND /OR REVOCATION OF ANY STATION LICENSE --OR CONSTRUCTION PERMIT (U.S. CODE, TITLE 47, SECTION 312(a)(1)), AND/OR FORFEITURE (U.S. CODE, TITLE 47, SECTION 503).	
Certification	I certify that I have examined this report and that to the best of my knowledge and belief, all statements in this report are true, correct and complete.	Official Title: Secretary Exact Legal Title or Name of Respondent: Sinclair Television Group, Inc. Name: David B. Amy Phone: 4105681500 03/02/2018